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Attorneys for Public Utility District No. 1 of Douglas County, Washington

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

In re:	)	No. 18-03197-FPC
GIGA WATT INC, a Washington	)	CHAPTER 11
corporation,	)	DECLARATION OF KATHRYN
	)	R. MCKINLEY IN SUPPORT OF
Debtor.	)	LIMITED OBJECTION OF
	)	DOUGLAS COUNTY PUD TO
	)	TRUSTEE'S MOTION RE SALE
	)	OF TNT FACILITY AND
	)	ASSUMPTION AND
	)	ASSIGNMENT OF POWER
	)	CONTRACT

I, KATHRYN R. MCKINLEY, state as follows:

1. I am the attorney for Public Utility District No. 1 of Douglas County, Washington (the "District"), am over the age of eighteen (18), have personal knowledge of the matters contained in this Declaration, and am competent to testify.

**DECLARATION OF KATHRYN R. MCKINLEY IN SUPPORT
OF LIMITED OBJECTION TO TRUSTEE'S MOTION RE SALE
OF TNT FACILITY AND ASSUMPTION AND ASSIGNMENT
OF POWER CONTRACT- 1**

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1 2. Attached to this Declaration as Exhibit A is a true and correct copy of
2 my email correspondence with the Trustee's counsel, Pamela Egan, regarding the
3 requirements for assignment of the Interconnection and Services Agreement for the
4 TNT site (the "Power Contract").

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6 3. On April 28, 2020, I participated in a telephone conference between
7 representatives of the proposed buyer of the TNT facility (the "Buyer") and
8 representatives of the District. Phillip Ng and John Belizaire represented the Buyer
9 and Gary Ivory represented the District. Also on the call was the District's General
10 Counsel, Evan McCauley. During this telephone conference, the requirements for
11 assignment of the Power Contract, as set forth below, were discussed and agreed
12 upon.
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- 16 1. The entity that will be the lessee at TNT and the PUD's customer,
17 must submit a Service Order in the form of the exemplar attached.
- 18 2. Energy requirements forecast as detailed in Section 16 of the
19 Agreement.
- 20 3. Proof of lease for the facility to confirm that the lease matches the
21 Point of Delivery locations listed on Exhibit B of the existing
22 Interconnection and Services Agreement for the TNT location.
- 23 4. Deposit in the amount of 2 months projected usage as determined by
24 the PUD based on historical usage and the energy requirements
25 forecast submitted by the applicant.

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27 **DECLARATION OF KATHRYN R. MCKINLEY IN SUPPORT**
28 **OF LIMITED OBJECTION TO TRUSTEE'S MOTION RE SALE**
OF TNT FACILITY AND ASSUMPTION AND ASSIGNMENT
OF POWER CONTRACT- 2

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1 I DECLARE UNDER PENALTY OF PERJURY THAT THE
2 FOREGOING IS TRUE AND CORRECT.
3

4 Executed on May 6, 2020.
5

6 /s/ Kathryn R. McKinley
7 Kathryn R. McKinley
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27 **DECLARATION OF KATHRYN R. MCKINLEY IN SUPPORT**
28 **OF LIMITED OBJECTION TO TRUSTEE'S MOTION RE SALE**
OF TNT FACILITY AND ASSUMPTION AND ASSIGNMENT
OF POWER CONTRACT- 3

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